

Exhibit 11

Delaware

PAGE 1

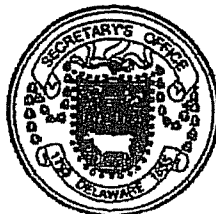
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

"U.O.D., INC.", A DELAWARE CORPORATION,

WITH AND INTO "URBAN OUTFITTERS, INC." UNDER THE NAME OF "URBAN OUTFITTERS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF PENNSYLVANIA, AS RECEIVED AND FILED IN THIS OFFICE THE FIRST DAY OF AUGUST, A.D. 2006, AT 6:51 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



4198997 8100M

060723144

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4950484

DATE: 08-03-06

TRADEMARK
REEL: 003364 FRAME: 0095

AUG. 3. 2006 4:21PM

NO. 6882 P. 5

CERTIFICATE OF OWNERSHIP AND MERGER

U.O.D., INC.
(a Delaware corporation)

with and into

URBAN OUTFITTERS, INC.
(a Pennsylvania corporation)

Pursuant to Section 253 of the Delaware General Corporation Law

Urban Outfitters, Inc., a corporation organized and existing under the Laws of the Commonwealth of Pennsylvania,

DOES HEREBY CERTIFY THAT:

FIRST: The name and state of organization of each of the constituent parties to the merger is as follows:

<u>NAME</u>	<u>STATE OF ORGANIZATION</u>
U.O.D., Inc.	Delaware
Urban Outfitters, Inc.	Pennsylvania

SECOND: Urban Outfitters, Inc. is the owner of 100% of the outstanding shares of common stock of U.O.D., Inc.

THIRD: The laws of the jurisdiction of organization of Urban Outfitters, Inc. permit the merger of a business corporation of that jurisdiction with a business corporation of another jurisdiction.

FOURTH: The resolutions have been adopted by the Board of Directors of Urban Outfitters, Inc., by Unanimous Written Consent on July 31, 2006.

FIFTH: The name of the surviving corporation is Urban Outfitters, Inc.

SIXTH: The Certificate of Incorporation of the surviving corporation shall be its Certificate of Incorporation.

SEVENTH: The merger shall be effective upon filing this Certificate of Merger with the Secretary of State of Delaware.

EIGHTH: The executed Agreement and Plan of Merger is on file at a place of business of Urban Outfitters, Inc. at 5000 South Broad Street, Philadelphia, Pennsylvania 19112-1495.

State of Delaware
Secretary of State
Division of Corporations
Delivered 06:51 PM 08/01/2006
FILED 06:51 PM 08/01/2006
SRV 060723144 - 2235660 FILE

NS

TRADEMARK
REEL: 003364 FRAME: 0096

AUG. 3. 2006 4:21PM

NO. 6882 P. 6

NINTH: A copy of the Agreement and Plan of Merger will be furnished by Urban Outfitters, Inc. on request, without cost, to any stockholder of U.O.D., Inc. or of Urban Outfitters, Inc.

TENTH: Urban Outfitters, Inc., hereby agrees that it may be served with process in the State of Delaware in any proceeding for enforcement of any obligation of Inter-Urban, Inc., as well as for enforcement of any obligation of Urban Outfitters, Inc. arising from the merger herein provided for; Urban Outfitters, Inc. irrevocably appoints the Secretary of State of Delaware as its agent for service of process in any such proceeding; and does hereby specify the following address in which a copy of such process shall be mailed by the Secretary of State of Delaware, 5000 South Broad Street, Philadelphia, PA 19112-1495.

Signature Page Follows

NS


TRADEMARK
REEL: 003364 FRAME: 0097

AUG. 3. 2006 4:21PM

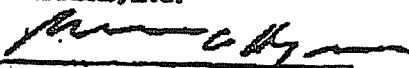
NO. 6882 P. 7

IN WITNESS WHEREOF, the parties hereto have caused this Certificate of Ownership and Merger to be duly executed this 1st day of August, 2006.

U.O.D., INC.

By: 
Name: Ken Kubiacki
Title: President

URBAN OUTFITTERS, INC.

By: 
Name: Richard A. Hayler
Title: President

FFTRANSAE2151

RECORDED: 08/08/2006

TRADEMARK
REEL: 003364 FRAME: 0098

Exhibit 12

CONFIRMATORY COPYRIGHT ASSIGNMENT

WHEREAS, U.O.D., Inc. ("U.O.D."), a corporation which was organized and existed under and by virtue of the laws of the State of Delaware with offices at 300 Delaware Avenue, Wilmington, Delaware 19801, was the owner of the entire right, title and interest in, to and under the copyrights identified in Schedule A (annexed hereto), including any and all copyright registrations and/or applications therefor; and

WHEREAS, on August 1, 2006, U.O.D. merged with Urban Outfitters, Inc. ("Urban Outfitters"), a corporation organized and existing under and by virtue of the laws of the Commonwealth of Pennsylvania with offices at 1809 Walnut Street, Philadelphia, Pennsylvania 19102.

THIS DOCUMENT HEREBY CONFIRMS:

(1) by operation of the merger between Urban Outfitters and U.O.D., effective August 1, 2006, as documented by the Certificate of Ownership and Merger annexed hereto as Schedule B, Urban Outfitters is the owner of the entire right, title and interest in, to and under the copyrights identified in Schedule A (annexed hereto), including any and all copyright registrations and/or applications therefor (collectively, the "Copyrights") throughout the world and in perpetuity;

(2) effective as of August 1, 2006, by operation of the aforementioned merger and the law, all right, title and interest in, to and under the Copyrights, including all rights of recovery for past, current and future infringement thereof, were assigned and transferred unto Urban Outfitters;

(3) Urban Outfitters is the sole claimant of the aforesaid Copyrights and owns all rights, titles and interests therein, including all rights of recovery for past, current and future infringement thereof, for use and enjoyment by itself or its successors and/or assigns, as fully and completely as the same would have been held by U.O.D. had this merger not been effected; and

(4) the consideration for this Confirmatory Copyright Assignment, the receipt and sufficiency of which is hereby acknowledged, has already been exchanged pursuant to the aforementioned merger on August 1, 2006.

Dated: August 22, 2007

URBAN OUTFITTERS, INC.

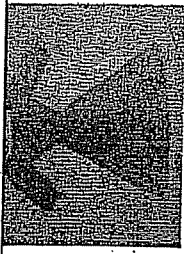
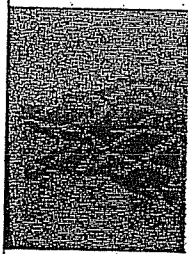

By: John E. Kyees

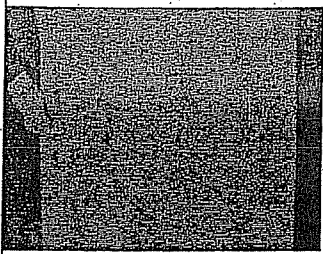
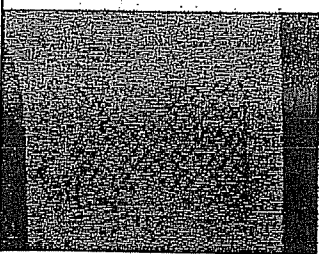
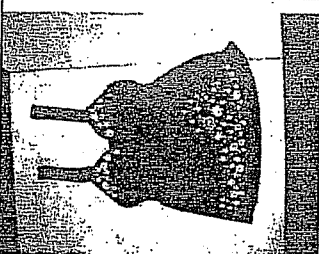
Name: John E. Kyees


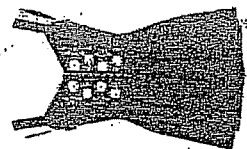

Title: Chief Financial Officer

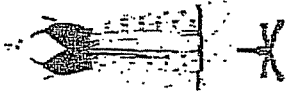
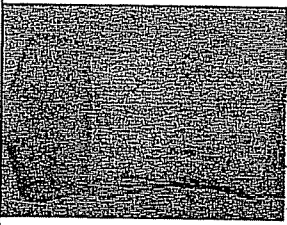
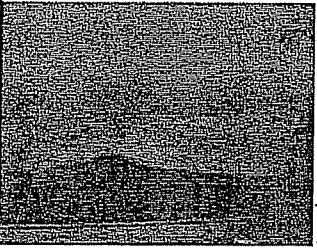
DM2\1233873.1

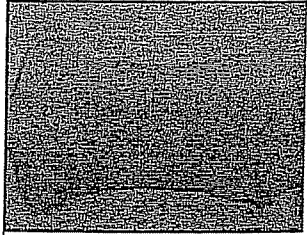
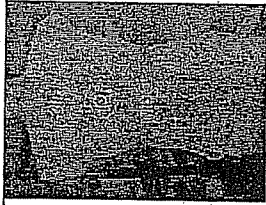
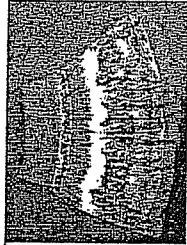
CONFIRMATORY COPYRIGHT ASSIGNMENT**SCHEDULE A**

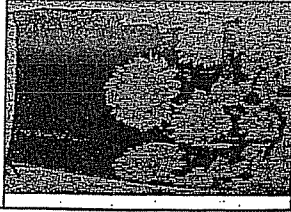
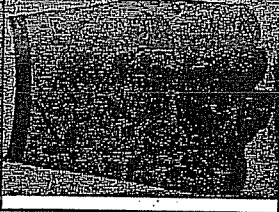
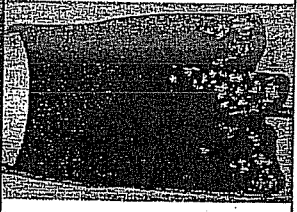
GARMENT	TITLE OF WORK	YEAR OF CREATION	DATE OF PUBLICATION	APP./REG./ TRACKING NO.
	Open Work Dress Blue Dress #OSP1216	2005	January 2006	
	Rainbow Argyle Striped Pink Tank Top #69ARBAU761	2006	November 2006	
	Lovelorn Tee #610S70 Heart Patterned Tank	2006	November 2006	

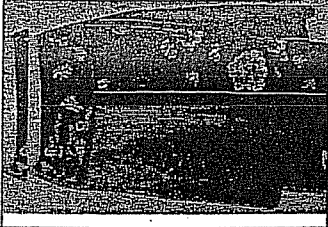

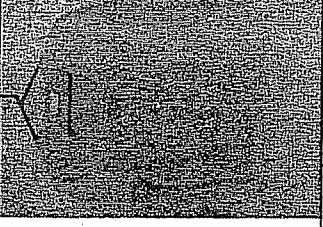
GARMENT	TITLE OF WORK	YEAR OF CREATION	DATE OF PUBLICATION	APP./REG./ TRACKING NO.
	Elbow Sleeve Plaid Printed Thermal #650118 Yellow, white and green checkered T-Shirt	2006	August 30, 2006	
	Elbow Sleeve Plaid Printed Thermal #65APPTF278 Orange, Beige and Blue Checkered T-Shirt	2006	August 30, 2006	
	Shrimp Boat Tank #71AISSU771	2007	March 2007	

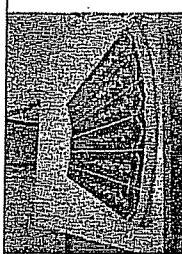
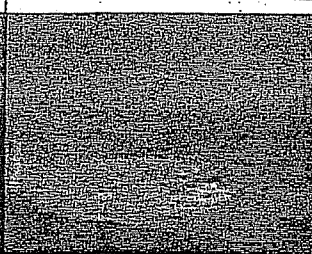
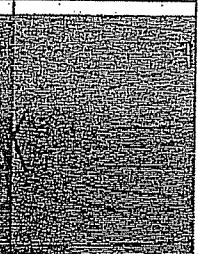
GARMENT	TITLE OF WORK	YEAR OF CREATION	DATE OF PUBLICATION	APP./REG./ TRACKING NO.
	Garden City Tie-Back #71AARMT181	2007	February 2007	VA-1-410-949
	Edelweiss Tie-Back	2007	February 2007	
	Bohio Smock	2007	March 2007	

GARMENT	TITLE OF WORK	YEAR OF CREATION	DATE OF PUBLICATION	APP./REG./ TRACKING NO.
	Vizcaya Dress	2006	April 2007	
	Bird Embroidered Cotton Tank	2003	February 16, 2004	VA-1-314-258
	Daisy Organdy Dress	2002	May 16, 2003	VA-1-314-505

GARMENT	TITLE OF WORK	YEAR OF CREATION	DATE OF PUBLICATION	APP./REG./ TRACKING NO.
	Gorgette Embroidered Bouquet	2003	July 1, 2004	VA-1-314-503
	Maiden Lace Top	2003	July 1, 2004	VA-1-267-069
	Sketchy Villa Print	2004	November 15, 2004	VA-1-340-836

GARMENT	TITLE OF WORK	YEAR OF CREATION	DATE OF PUBLICATION	APP./REG./ TRACKING NO.
	Swing Skirt Floral	2002	August 20, 2003	VA-1-314-507
	Velvet Appliqué Skirt	2003	July 8, 2004	VA-1-267-068
	Strawberry Embroidered Option	2003	December 23, 2003	VA-1-314-504

GARMENT	TITLE OF WORK	YEAR OF CREATION	DATE OF PUBLICATION	APP./REG./ TRACKING NO.
	Chinese Wedding Skirt	2002	August 19, 2003	VA-1-314-506
	Rose Embroidery	2002	January 23, 2003	VA-1-314-259
	Snowflake Cardigan	2004	September 25, 2004	VA-1-244-850

GARMENT	TITLE OF WORK	YEAR OF CREATION	DATE OF PUBLICATION	APP./REG./ TRACKING NO.
	Embroidered Bow Skirt	2004	November 12, 2004	VA-1-292-109
	Organdy Festive Skirt	2004	October 10, 2004	VA-1-244-851
	Fortuny Flocked Sateen Skirt	2004	October 30, 2004	VA-1-244-849

DM211236756.1

Schedule B

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

"U.O.D., INC.", A DELAWARE CORPORATION,

WITH AND INTO "URBAN OUTFITTERS, INC." UNDER THE NAME OF "URBAN OUTFITTERS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF PENNSYLVANIA, AS RECEIVED AND FILED IN THIS OFFICE THE FIRST DAY OF AUGUST, A.D. 2006, AT 6:51 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



4198997 8100M

060723144

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4950484

DATE: 08-03-06

TRADEMARK
REEL: 003364 FRAME: 0095

AUG. 3. 2006 4:21PM

NO. 6882 P. 5

CERTIFICATE OF OWNERSHIP AND MERGER

U.O.D., INC.
(a Delaware corporation)

with and into

URBAN OUTFITTERS, INC.
(a Pennsylvania corporation)

Pursuant to Section 253 of the Delaware General Corporation Law.

Urban Outfitters, Inc., a corporation organized and existing under the Laws of the Commonwealth of Pennsylvania,

DOES HEREBY CERTIFY THAT:

FIRST: The name and state of organization of each of the constituent parties to the merger is as follows:

<u>NAME</u>	<u>STATE OF ORGANIZATION</u>
U.O.D., Inc.	Delaware
Urban Outfitters, Inc.	Pennsylvania

SECOND: Urban Outfitters, Inc. is the owner of 100% of the outstanding shares of common stock of U.O.D., Inc.

THIRD: The laws of the jurisdiction of organization of Urban Outfitters, Inc. permit the merger of a business corporation of that jurisdiction with a business corporation of another jurisdiction.

FOURTH: The resolutions have been adopted by the Board of Directors of Urban Outfitters, Inc., by Unanimous Written Consent on July 31, 2006.

FIFTH: The name of the surviving corporation is Urban Outfitters, Inc.

SIXTH: The Certificate of Incorporation of the surviving corporation shall be its Certificate of Incorporation.

SEVENTH: The merger shall be effective upon filing this Certificate of Merger with the Secretary of State of Delaware.

EIGHTH: The executed Agreement and Plan of Merger is on file at a place of business of Urban Outfitters, Inc. at 5000 South Broad Street, Philadelphia, Pennsylvania 19112-1495.

State of Delaware
Secretary of State
Division of Corporations
Delivered 06:51 PM 08/01/2006
FILED 06:51 PM 08/01/2006
SRV 060723144 - 2235660 FILE

NS

TRADEMARK
REEL: 003364 FRAME: 0096

NINTH: A copy of the Agreement and Plan of Merger will be furnished by Urban Outfitters, Inc. on request, without cost, to any stockholder of U.O.D., Inc. or of Urban Outfitters, Inc.

TENTH: Urban Outfitters, Inc., hereby agrees that it may be served with process in the State of Delaware in any proceeding for enforcement of any obligation of Inter-Urban, Inc., as well as for enforcement of any obligation of Urban Outfitters, Inc. arising from the merger herein provided for; Urban Outfitters, Inc. irrevocably appoints the Secretary of State of Delaware as its agent for service of process in any such proceeding; and does hereby specify the following address in which a copy of such process shall be mailed by the Secretary of State of Delaware, 5000 South Broad Street, Philadelphia, PA 19112-1495.

Signature Page Follows

NS


TRADEMARK
REEL: 003364 FRAME: 0097

AUG. 3. 2006 4:21PM


NO. 6882 P. 7

IN WITNESS WHEREOF, the parties hereto have caused this Certificate of Ownership and Merger to be duly executed this 1st day of August, 2006.

U.O.D., INC.

By: 
Name: Ken Kubacki
Title: President

URBAN OUTFITTERS, INC.

By: 
Name: Richard A. Hayte
Title: President

FT/TRANS/MSZ/1

RECORDED: 08/08/2006

TRADEMARK
REEL: 003364 FRAME: 0098

Exhibit 13

COPYRIGHT ASSIGNMENT

WHEREAS, Urban Outfitters, Inc., a corporation organized and existing under and by virtue of the laws of the Commonwealth of Pennsylvania with offices at 5000 S. Broad Street, Philadelphia, Pennsylvania 19112, is the owner of the entire right, title and interest in, to and under the copyrights identified in Schedule A (annexed hereto), including any and all copyright registrations and/or applications therefor; and

WHEREAS, Anthropologie, Inc., a corporation organized and existing under and by virtue of the laws of the Commonwealth of Pennsylvania with offices at 5000 S. Broad Street, Philadelphia, Pennsylvania 19112, is desirous of acquiring the entire right, title and interest in, to and under the aforesaid copyrights identified in Schedule A.

NOW, THEREFORE, for and in consideration of One Dollar (\$1.00) and other good and valuable consideration, the receipt and adequacy of which is hereby acknowledged, effective August 27, 2007, Urban Outfitters, Inc. hereby assigns and transfers unto Anthropologie Inc., its entire right, title and interest in, to and under the copyrights identified in Schedule A, including any and all copyright registrations and/or applications therefor and all rights of recovery for past infringement thereof, to have and to hold for its own use and enjoyment, and for the use and enjoyment of its successors and assigns, as fully and completely as the same would have been held by Urban Outfitters, Inc. had this assignment not been made.

URBAN OUTFITTERS, INC.

By: John E. Kyees

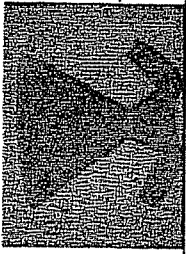
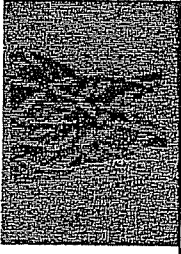
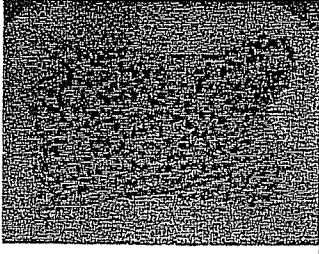
Name: John E. Kyees

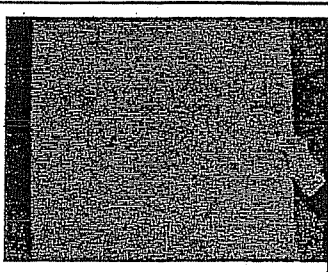
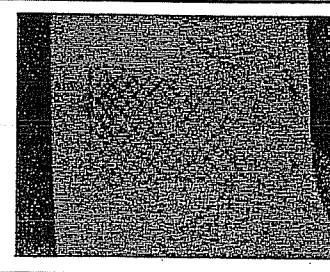
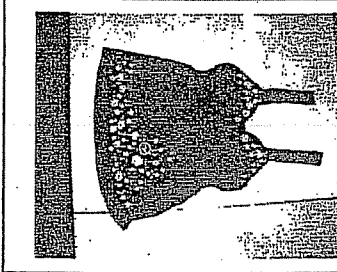
Title: Chief Financial Officer




Dated: August 27, 2007

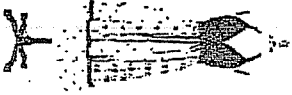
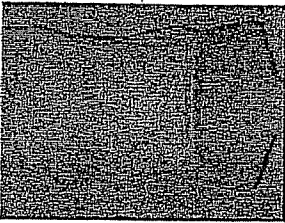
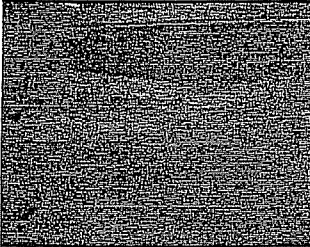
CONFIRMATORY COPYRIGHT ASSIGNMENT

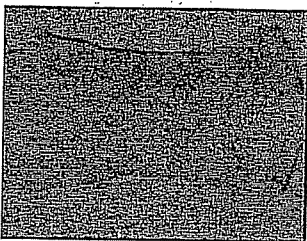
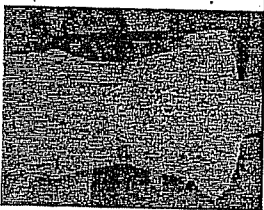
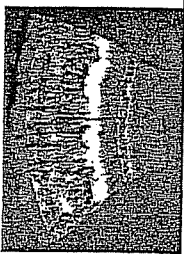
SCHEDULE A


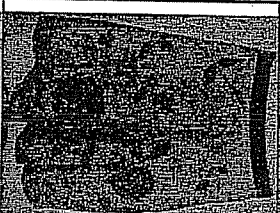
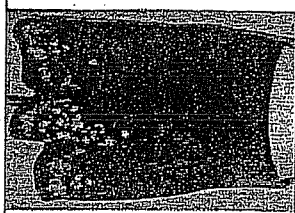
GARMENT	TITLE OF WORK	YEAR OF CREATION	DATE OF PUBLICATION	APP./REG./ TRACKING NO.
	Open Work Dress Blue Dress #OSP1216	2005	January 2006	
	Rainbow Argyle Striped Pink Tank Top #69ARBAU761	2006	November 2006	
	Lovelorn Tee #610S70 Heart Patterned Tank	2006	November 2006	

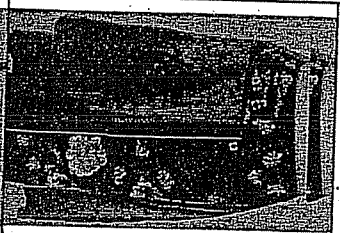
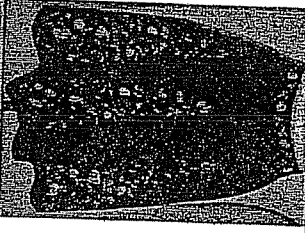
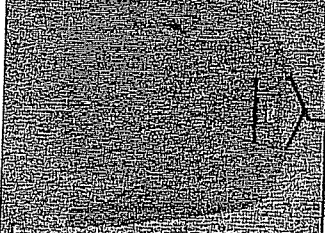
GARMENT	TITLE OF WORK	YEAR OF CREATION	DATE OF PUBLICATION	APP./REG./ TRACKING NO.
	Elbow Sleeve Plaid Printed Thermal #650118 Yellow, white and green checkered T-Shirt	2006	August 30, 2006	
	Elbow Sleeve Plaid Printed Thermal #65APPTF278 Orange, Beige and Blue Checkered T-Shirt	2006	August 30, 2006	
	Shrimp Boat Tank #71A1SSU771	2007	March 2007	

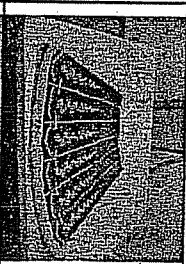
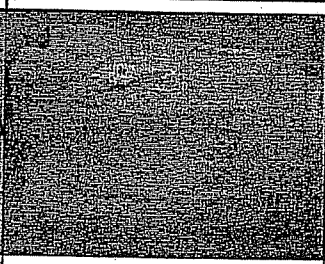
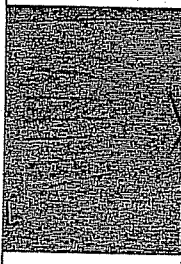
GARMENT	TITLE OF WORK	YEAR OF CREATION	DATE OF PUBLICATION	APP./REG./ TRACKING NO.
	Garden City Tie-Back #71AARM1181	2007	February 2007	VA-1-410-949
	Edelweiss Tie-Back	2007	February 2007	
	Bohio Smock	2007	March 2007	

GARMENT	TITLE OF WORK	YEAR OF CREATION	DATE OF PUBLICATION	APP./REG./ TRACKING NO.
	Vizcaya Dress	2006	April 2007	
	Bird Embroidered Cotton Tank	2003	February 16, 2004	VA-1-314-258
	Daisy Organdy Dress	2002	May 16, 2003	VA-1-314-505

GARMENT	TITLE OF WORK	YEAR OF CREATION	DATE OF PUBLICATION	APP./REG./ TRACKING NO.
	Gorgette Embroidered Bouquet	2003	July 1, 2004	VA-1-314-503
	Maiden Lace Top	2003	July 1, 2004	VA-1-267-069
	Sketchy Villa Print	2004	November 15, 2004	VA-1-340-836

GARMENT	TITLE OF WORK	YEAR OF CREATION	DATE OF PUBLICATION	APP./REG./ TRACKING NO.
	Swing Skirt Floral	2002	August 20, 2003	VA-1-314-507
	Velvet Appliqué Skirt	2003	July 8, 2004	VA-1-267-068
	Strawberry Embroidered Option	2003	December 23, 2003	VA-1-314-504

GARMENT	TITLE OF WORK	YEAR OF CREATION	DATE OF PUBLICATION	APP./REG./ TRACKING NO.
	Chinese Wedding Skirt	2002	August 19, 2003	VA-1-314-506
	Rose Embroidery	2002	January 23, 2003	VA-1-314-259
	Snowflake Cardigan	2004	September 25, 2004	VA-1-244-850

GARMENT	TITLE OF WORK	YEAR OF CREATION	DATE OF PUBLICATION	APP./REG./ TRACKING NO.
	Embroidered Bow Skirt	2004	November 12, 2004	VA-1-292-109
	Organdy Festive Skirt	2004	October 10, 2004	VA-1-244-851
	Fortuny Flocked Sateen Skirt	2004	October 30, 2004	VA-1-244-849

DM211236756.1

Exhibit 14



ID

Document 18-7

Filed

